

**STATE OF TEXAS :
COUNTY OF TRAVIS :**

AFFIDAVIT OF LYNN A BAKER

Before me, the undersigned authority, on this day personally appeared Lynn A. Baker, who swore or affirmed to tell the truth, and stated as follows:

1. My name is Lynn A. Baker and I am an adult, resident citizen of the State of Texas. My business address is 3101 Lating Stream Lane, Austin, TX 78746.
2. I hold the Frederick M. Baron Chair in Law at the University of Texas School of Law, where I have taught since 1997, and where I also serve as Co-Director of the Center on Lawyers, Civil Justice, and the Media. I have also been a professor at the University of Arizona College of Law (1992-1997), and have been a visiting professor at Columbia University Law School (1997) and at Rutgers (Camden) University Law School (1997). I began my academic career teaching at the University of Virginia School of Law (1986-1992). Prior to that, I served as a law clerk to Judge Amalya L. Kearse on the U.S. Court of Appeals for the Second Circuit in Manhattan (1985-1986). I am a 1985 graduate of Yale Law School, where I served as an Article & Book Review Editor of the **YALE LAW JOURNAL**. I am a member in good standing of the Bars of the states of Texas (active) and Arizona (inactive) and of the United States Supreme Court.
3. As a law professor, one of my principal academic interests has been ethical issues in group litigation and settlements, including issues surrounding the allocation of settlement proceeds. I regularly teach a survey course on Professional Responsibility, which includes substantial discussion of these issues. I also often teach a seminar (titled “Mega-settlements”) which focuses on large-dollar, complex settlements, and which involves extended, in-depth discussion of allocation issues in class action and

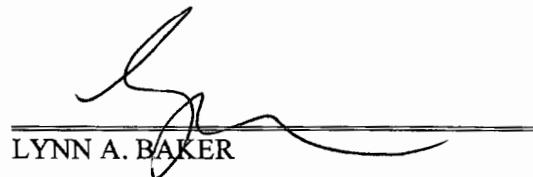
mass tort settings. I have frequently appeared as an invited speaker on these issues at symposia, conferences, and continuing legal education programs. My scholarly publications on these issues include: *Aggregate Settlements and Attorney Liability: The Evolving Landscape*, 44 Hofstra L. Rev. 291 (2016); *I Cut, You Choose: The Role of Plaintiffs' Counsel in Allocating Settlement Proceeds*, 84 Va. L. Rev. 1465 (1998) (with Charles Silver); *Mass Lawsuits and the Aggregate Settlement Rule*, 32 Wake Forest L. Rev. 733 (1997) (with Charles Silver); and *The Aggregate Settlement Rule and Ideals of Client Service*, 41 S. Tex. L. Rev. 227 (1999) (with Charles Silver). These publications have been cited by numerous commentators and courts, and in leading treatises including the ALI's *Principles of Aggregate Litigation* (2010).

4. I have served as an expert or consultant on ethical and/or allocation issues in dozens of large-dollar, large-group settlements, including the multi-billion dollar BP *Deepwater Horizon* Economic and Property Damages and Medical Benefits class action settlements in 2012 (U.S. District Court for the Eastern District of Louisiana), the \$4.5 billion nationwide Vioxx settlement in 2007, and the \$1.27 billion nationwide Fen-Phen class action settlement (Seventh Amendment) in 2006, numerous settlements involving various other pharmaceuticals and medical devices (including trans-vaginal mesh, Fosamax, NuvaRing, Risperdal, hip replacement products, Prozac, Yaz/Yasmin, hormone replacement therapy, Paxil, Avandia, Seroquel, Gadolineum, Rezulin, Zyprexa, Ortho Evra, Bextra, Celebrex), and many settlements involving asbestos, silica, MTBE, and other toxins. I have served as an expert in various settlements in connection with *In re WorldCom, Inc. Securities Litigation*, and in connection with class action settlements in twelve states involving alleged wage and hour violations by Wal-Mart.

5. I was appointed by the U.S. District Court for the Southern District of West Virginia to serve as a settlement allocation Special Master in *In re: C.R. Bard, Inc., Pelvic Repair System Products Liability Litigation* (MDL No. 2187) (Pretrial Order #202, entered Nov. 24, 2015).

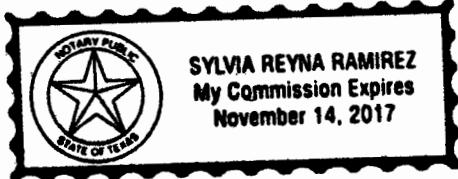
6. I testified in the U.S. District Court for the Middle District of Pennsylvania in November 2012 as an expert regarding the fairness and reasonableness of the \$17.75 million class action settlement fund allocation plan, involving more than 3,000 class members. See *Wallace v. Powell*, 288 F.R.D. 347, 371 (M.D. Pa. 2012) (approving allocation plan for class settlement involving the Mericle Defendants). See also *Wallace v. Powell*, 301 F.R.D. 144, 163 (M.D. Pa. 2014) (approving related \$2.5 million class settlement with the Provider Defendants, and invoking my expert report regarding the fairness and reasonableness of the settlement fund allocation plan); *Wallace v. Powell*, 2015 WL 9268445, *16 (M.D. Pa. 2015) (approving related minimum \$4.7 million class settlement with the Powell Defendants, and invoking my previous expert opinions to support the reasonableness of the settlement).

7. A true and correct copy of my Curriculum Vitae is attached to this Affidavit.



LYNN A. BAKER

Sworn to and subscribed before me, this the 31 day of October, 2016.



Sylvia Reyna Ramirez
NOTARY PUBLIC
My Commission Expires: 11-14-17